

CERTIFICATE OF TRUST

This **CERTIFICATE OF TRUST** (hereinafter "Certificate") is executed by the Grantor and the Primary Trustee of the **SUSAN J. GLADNEY REVOCABLE TRUST DATED JULY 13, 2009**, a revocable grantor trust established by inter vivos agreement (hereinafter "Trust Agreement") executed by the Grantor and the Primary Trustee (hereinafter "Trust") in accordance with § 91-9-7 of the Mississippi Code Annotated, as amended, and, by this Certificate, the Grantor and Primary Trustee hereby certify the following:

- (a) The name of the Trust is the SUSAN J. GLADNEY REVOCABLE TRUST DATED JULY 13, 2009.
- (b) The street and mailing address of the office of the Trust are:

1385 Vernon Drive North
Hernando, MS 38632

The street and mailing address of the Primary Trustee are:

1385 Vernon Drive North
Hernando, MS 38632

If the Primary Trustee is deceased, is incapacitated, resigns or is otherwise unwilling or unable to act as the Primary Trustee, then the name(s) and street and mailing address(es) of all trustee(s) who are authorized to act as successor trustee(s) pursuant to and under the Trust Agreement at the time of the execution of this Certificate are:

First Co-Successors: JAMES R. JOHNSON, III
309 W. Main Street
Senatobia, MS 38668

and

CUMBERLAND TRUST & INVESTMENT, CO.
700 Colonial Road, Suite 101
Memphis, TN 38117

- (c) The name and street and mailing address of the Grantor are:

SUSAN J. GLADNEY
1385 Vernon Drive North
Hernando, MS 38632

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- (d) The legal description(s) of all interest(s) in real property which is(are) and shall be owned by or conveyed to the trust and which is(are) located in the Mississippi county of the chancery clerk's office in which this Certificate is and shall be filed is(are) attached to this Certificate as Exhibit A
- (e) The anticipated date of termination of the Trust is perpetual.
- (f) The Trust Agreement grants the Trustee all powers granted to trustee(s) by the Uniform Trustees' Powers Law, §§ 91-9-101 et seq of the Mississippi Code Annotated, as amended, which are therein incorporated by reference, and all other powers granted to trustee(s) by law.

The Grantor and Primary Trustee further hereby certify that no provisions in the Trust Agreement, or any amendment to the Trust Agreement, exist which limit the powers and authority of the trustee(s) to sell, convey, pledge, mortgage, lease, manage, operate, control, transfer title, divide, convert, allot or sell upon deferred payments the Trust assets, including real and personal property.

The Grantor and Primary Trustee hereby certify that the statements and representations contained in this Certificate are true and correct, and that the Trust Agreement has not been altered, amended, modified or revoked in any manner which would cause the statements and representations in this Certificate to be incorrect.

Susan J. Gladney
 SUSAN J. GLADNEY,
 Grantor & Primary Trustee

STATE OF TENNESSEE

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) SS:

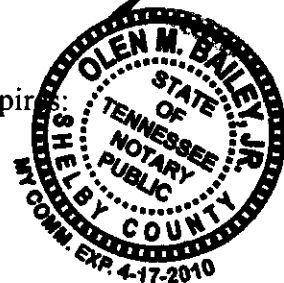
COUNTY OF SHELBY

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Personally came before me this 27th day of August, 2009, the above named SUSAN J. GLADNEY, to me known to be the person who executed the foregoing instrument and acknowledged the same.

[Signature]
 Notary Public

My Commission expires:



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Prepared by: Olen M. "Mac" Bailey, Jr.,
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MSB Number 8428

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EXHIBIT A

The following described real property lying and being situated in DeSoto County, Mississippi:

Lot 45, Lee's Summit, located in Section 17, Township 3 South, Range 7 West, DeSoto County, Mississippi, as recorded in Plat Book 82, Page 5, in the office of the Chancery Clerk of DeSoto County, Mississippi.